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|--|---|-------|------------|--------|-------|
| 1.) CORPORATION NAME:<br><b>VF Contemporary Brands, Inc.</b><br>2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:<br><b>CORPORATION SERVICE COMPANY<br/>         Bank of America Center, 16th Floor<br/>         1111 East Main Street</b><br><br><b>RICHMOND, VA</b><br><br>3.) CITY OR COUNTY OF VA REGISTERED OFFICE:<br><b>RICHMOND CITY</b><br><br>4.) STATE OR COUNTRY OF INCORPORATION:<br><b>DE</b> | DUE DATE: <b>3/31/2014</b><br><br>SCC ID NO: <b>F1817719</b><br><br>5.) STOCK INFORMATION<br><table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%;">CLASS</td> <td style="width:50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>1,000</td> </tr> </table> | CLASS | AUTHORIZED | COMMON | 1,000 |
| CLASS  | AUTHORIZED  |       |            |        |       |
| COMMON   | 1,000   |       |            |        |       |

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| 6.) PRINCIPAL OFFICE ADDRESS:<br><br>ADDRESS: 4440 E 26TH ST<br><br>CITY/ST/ZIP: LOS ANGELES, CA 90058 |  |
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| 7.) DIRECTORS AND PRINCIPAL OFFICERS: | All directors and principal officers must be listed. An individual may be designated as both a director and an officer. |
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| NAME: LAURA C MEAGHER<br>TITLE: VP/S<br>ADDRESS: 105 CORPORATE CENTER BLVD<br>CITY/ST/ZIP/CO: GREENSBORO, NC 27408 | <input checked="" type="checkbox"/> OFFICER | <input checked="" type="checkbox"/> DIRECTOR |  |
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|--|---|-----------------------------------|--|
| NAME: Scott A Roe<br>TITLE: VICE PRESIDENT<br>ADDRESS: 105 CORPORATE CENTER BLVD<br>CITY/ST/ZIP/CO: GREENSBORO, NC 27408 | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR |  |
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| NAME: PATRICK J GUIDO<br>TITLE: VICE PRESIDENT<br>ADDRESS: 105 CORPORATE CENTER BLVD<br>CITY/ST/ZIP/CO: GREENSBORO, NC 27408 | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR |  |
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| NAME: RYAN K SMITH<br>TITLE: VP-TAX<br>ADDRESS: 105 CORPORATE CENTER BLVD<br>CITY/ST/ZIP/CO: GREENSBORO, NC 27408 | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR |  |
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I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

|   |                                  |           |
|---|----------------------------------|-----------|
| /s/ RYAN K SMITH                                    | RYAN K SMITH, VP-TAX             | 2/19/2014 |
| SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT | PRINTED NAME AND CORPORATE TITLE | DATE      |

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.